

FILED

FEB 18 1999

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NORTH CAROLINA
RALEIGH DIVISION

PEGGY B. DEANS, CLERK
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF N.C.

IN RE:) CASE NO.: 98-02675-5-ATS
INTERNATIONAL HERITAGE, INC.)
)
)
)
Address:) CHAPTER 7
2626 Glenwood Avenue, #200)
Raleigh, NC 27608)
)
TAX ID# 56-1921093)
)
Debtor.)

**APPLICATION BY TRUSTEE FOR AUTHORITY TO
EMPLOY AND APPOINT ATTORNEY SPECIALLY**

The application of Holmes P. Harden respectfully represents:

1. Your applicant was appointed Trustee of the estate of International Heritage, Inc., the above-named debtor, and is qualified and is now acting as such Trustee.
2. It is necessary to employ an attorney to perform the legal services for your applicant which will be required in the administration of the estate, as enumerated in (5) below.
3. Your applicant wishes to employ Brent Wood of Wood & Francis, P.L.L.C., an attorney duly admitted to practice in this Court.
4. Your applicant has selected Brent Wood and Wood & Francis, P.L.L.C. for the reason that your applicant believes that they are well-qualified to represent him in this proceeding.
5. The professional services said Brent Wood and Wood & Francis, P.L.L.C. are to render are:

to protect the estate's interests in the matter of the embezzlement case of International Heritage, Inc. vs. Dobbins, et als, #97 CVS 7577, pending in Wake County Superior Court.

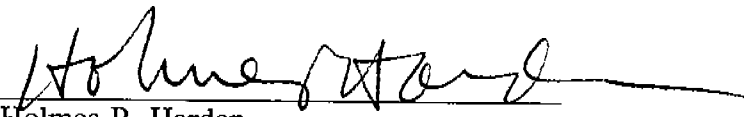
6. Your applicant desires to employ Brent Wood and Wood & Francis, P.L.L.C. on an hourly basis of \$145.00 for work performed.

7. Brent Wood and Wood & Francis, P.L.L.C. have represented International Heritage, Inc. (the debtor) in the Dobbins case and other matters and still represent Stan VanEtten, as set forth in his declaration attached. Wood and Francis, P.A. is also a creditor of International Heritage, Inc. However, it is in the best interest of the estate for Brent Wood and Wood & Francis, P.L.L.C. to continue to prosecute the Dobbins case because it would be more expensive to hire attorneys who are not already familiar with the Dobbins case.

8. Brent Wood and Wood & Francis, P.L.L.C. are disinterested persons and represent no interest adverse to the Trustee or the estate in the matters upon which the are to be engaged for your applicant, and their employment would be in the best interest of this estate.

WHEREFORE, your applicant prays that he be authorized to employ and appoint said Brent Wood and Wood & Francis, P.L.L.C. as his attorneys and that he have such other and further relief as is just.

This 17th day of February, 1999.

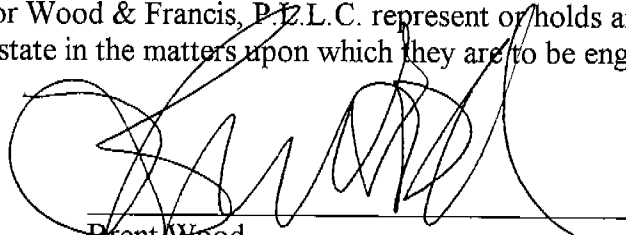

Holmes P. Harden
Trustee

AFFIDAVIT OF DISINTERESTEDNESS

STATE OF NORTH CAROLINA
COUNTY OF WAKE

Brent Wood of Wood & Francis, P.A., being first duly sworn, avers and says that:

1. He is an attorney duly licensed to practice law in the State of North Carolina and in this Court
2. He practices law in a professional corporation under the firm name Wood & Francis, P.L.L.C., located at 434 Fayetteville Street Mall, Suite 2300, Raleigh, North Carolina 27601.
3. Brent Wood and Wood & Francis, P.L.L.C. represented International Heritage, Inc. (the "Debtor") and Stan VanEtten, its principal, in the prepetition period, and continues to represent Mr. Van Etten postpetition. The firm of Wood & Francis, P.L.L.C. is a prepetition creditor of International Heritage, Inc.
4. Neither Brent Wood nor Wood & Francis, P.L.L.C. represent or holds any adverse interest to the Debtor or the estate in the matters upon which they are to be engaged except as disclosed above.



Brent Wood

Sworn to and subscribed before me
this 16th day of February, 1999.

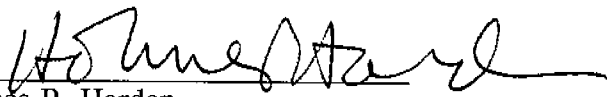

NOTARY PUBLIC

JENNIFER D. JOHNSON
NOTARY PUBLIC
JOHNSTON COUNTY, N.C.
My Commission Expires 1-18-2000

My Commission expires: 1-18-2000

CERTIFICATE OF SERVICE

I, Holmes P. Harden, Trustee for International Heritage, Inc., do hereby certify that the Application By Trustee for Authority to Employ and Appoint Attorney, hereto attached, was served upon the parties listed below by mailing a copy thereof to each such party at the address indicated below with its proper postage attached and deposited in an official depository under the exclusive care and custody of the United States Post Office in Raleigh, North Carolina, on the 17th day of February, 1999.

By: 
Holmes P. Harden
Trustee for Debtor
N. C. State Bar No. 9835
P. O. Drawer 19764
Raleigh, North Carolina 27619
Telephone: (919) 981-4000

SERVED:

Marjorie K. Lynch
Bankruptcy Administrator
P. O. Box 3709
Raleigh, North Carolina 27602

Brent Wood
Wood & Francis, P.L.L.C.
434 Fayetteville Street Mall, Ste. 2300
Raleigh, NC 27601